

EXHIBIT B



WR Grace
 Bankruptcy Form 10
 Index Sheet

SR00000923

Claim Number: 00015593

Receive Date: 02/14/2005

Multiple Claim Reference

Claim Number _____

- ☐ MMPOC Medical Monitoring Claim Form
☐ PDPOC Property Damage
☐ NAPO Non-Asbestos Claim Form
☐ Amended

Claim Number _____

- ☐ MMPOC Medical Monitoring Claim Form
☐ PDPOC Property Damage
☐ NAPO Non-Asbestos Claim Form
☐ Amended

Attorney Information

Firm Number: 00037

Firm Name: Drinker Biddle & Reath LLP

Attorney Number: 00318

Attorney Name: David P Primack

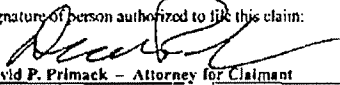
Zip Code: 19801

Cover Letter Location Number: SR00000923

Attachments Medical Monitoring	Attachments Property Damage	Non-Asbestos
<input type="checkbox"/> TBD	<input type="checkbox"/> TBD	<input type="checkbox"/> Other Attachments
<input type="checkbox"/> TBD	<input type="checkbox"/> TBD	
<input type="checkbox"/> TBD	<input type="checkbox"/> TBD	
<input type="checkbox"/> TBD	<input type="checkbox"/> TBD	
<input type="checkbox"/> TBD	<input type="checkbox"/> TBD	
	<input type="checkbox"/> Other Attachments	
Other	<input type="checkbox"/> Non-Standard Form	<input type="checkbox"/> Amended per Objection
	<input type="checkbox"/> Amended	Original Claim #: _____
	<input type="checkbox"/> Post-Deadline Postmark Date	

Box/Batch: WRBF0052/WRBF0207

Document Number: WRBF010306

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		PROOF OF CLAIM
Case No. 01-1179 Name of Debtor: W.R. Grace & Co.-Conn		
Name of Creditor (person or entity to whom debtor owes money or property): One Beacon America Insurance Company as successor in interest to (i) Commercial Union Insurance Company, as successor in interest to Employers' Commercial Union Insurance Company of America and Employers' Commercial Union Insurance Company, and (ii) American Employers' Insurance Company; and others identified in the Agreements described in paragraph 1 below		
Name and address where notices should be sent: David P. Primack Drinker Biddle & Reath LLP 1100 N. Market Street, Suite 1000 Wilmington, DE 19801-1254 Telephone Number: 302-467-4221		
Account Number by which creditor identifies debtor: W.R. Grace	Check here if this claim: <input type="checkbox"/> replaces or <input type="checkbox"/> amends a previously filed claim, dated.	
<p>1. Basis for Claim: Contractual Indemnity under one or more of the following (or other) Agreements, copies of which will be provided upon reasonable request, subject to the execution of an appropriate Confidentiality Agreement:</p> <p>(a) Settlement Agreement and Release, dated October 7, 1998, between W. R. Grace & Co., a Delaware Corporation, <i>et al.</i>, and Commercial Union Insurance Company, <i>et al.</i> (see Section VI, "Indemnification, Hold Harmless and Defense").</p> <p>(b) Settlement Agreement and Release, dated December 17, 1996, between W. R. Grace & Co. - Conn., <i>et al.</i>, and Commercial Union Insurance Company, <i>et al.</i> (see Section VI, "Indemnification, Hold Harmless and Defense").</p> <p>(c) Settlement Agreement, dated May 10, 1993, between W. R. Grace & Co. - Conn., <i>et al.</i>, and Commercial Union Insurance Company, <i>et al.</i> (see Section V, "Indemnification").</p>		
2. Date debt was incurred: Prepetition	3. If court judgment, date obtained: N/A	
<p>4. Total Amount of Claim at Time Case Filed: \$ <u>Unliquidated</u> + \$ <u>Unliquidated</u> + \$ _____ = \$ <u>Unliquidated</u> (Unsecured) (Secured) (Priority) (Total Claim)</p> <p><input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges.</p>		
<p>5. Secured Claim:</p> <p><input checked="" type="checkbox"/> Check this box if claim is secured by collateral (including right of setoff). Brief Description of Collateral: Possible rights of setoff against any obligations owed (or alleged to be owed) by Claimant to Debtor. Value of Collateral: Unknown</p> <p>6. Unsecured Nonpriority Claim:</p> <p><input checked="" type="checkbox"/> Check this box: The claim may exceed the value of the collateral.</p>		<p>7. Unsecured Priority Claim:</p> <p><input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim.</p> <p><input type="checkbox"/> Wages, salaries, or commissions - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Deposits for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)()</p>
<p>8. Credits: All payments on this claim have been credited and deducted for the purpose of making this proof of claim.</p> <p>9. Supporting Documents: See the summary set forth in paragraph 1 above. Supporting documents are voluminous.</p> <p>10. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim. (To the Clerk: Please return date-stamped copy of claim in the enclosed envelope.)</p>		THIS SPACE IS FOR COURT USE ONLY
Date: February 14, 2005	Signature of person authorized to file this claim:  David P. Primack - Attorney for Claimant	WR Grace BF.S2.207.10306 00015593 SR=923
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.		

REC'D FEB 14 2005

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

**In re W.R. GRACE & CO., et al.
Case No. 01-1139-(JKF)-11**

DOCUMENTS APPENDED TO CLAIM

On September 28, 2005, document(s) were appended to the **ONEBEACON AMERICA INSURANCE COMPANY Claims, Nos. 15592 - 15653** for the following reason(s)

- ☒ Stipulation/Order
- ☐ New Supporting Documents
- ☐ Change of Address
- ☐ Notice of Withdrawal
- ☒ Other Docket Number 9518 Entered on Court Docket 9/27/05

9518

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re)	Chapter 11
)	
W R. GRACE & CO., et al., ¹)	Case No 01-1139 (JKF)
)	(Jointly Administered)
)	Re: Docket # 9482
Debtors)	

**STIPULATION AND ORDER REGARDING PROOFS OF CLAIM OF ONEBEACON
AMERICA INSURANCE COMPANY (CLAIM NOS. 15592-15653)**

This stipulation is entered into this 22nd day of August, 2005, between W R. Grace & Co and its affiliates (collectively, the "Debtors") and OneBeacon America Insurance Company (the "Claimant")

WHEREAS, on April 2, 2001 (the "Petition Date"), the Debtors commenced their respective reorganizations by filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code

¹ The Debtors consist of the following 62 entities: W R. Grace & Co (Wk/a Grace Specialty Chemicals, Inc.), W R. Grace & Co -Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amncon, Inc., CB Biomedical, Inc (Wk/a Grace Biomedical, Inc.), CCHF, Inc., Coalgrace, Inc., Coalgrace II Inc., Creative Food 'N Fun Company, Dutch Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (Wk/a Dewey and Almy Company), Boring, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc (Wk/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc (Wk/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc (Wk/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Turpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W R. Grace Capital Corporation, W R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guánica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (Wk/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp (Wk/a Nestor-BNA Holdings Corporation), MRA Intermediate, Inc (Wk/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc (Wk/a British Nursing Association, Inc.), Remodmm Group, Inc (Wk/a Environmental Liability Management, Inc.), E&C Liquidsting Corp., Emerson & Cuming, Inc.), Southern Oil, Ream & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (Wk/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company

WHEREAS, this Court issued its Bar Date Order on April 22, 2002, which established March 31, 2003 as the Bar Date for the filing of certain pre-petition (a) non-asbestos, (b) asbestos property damage and (c) medical monitoring claims

WHEREAS, the Claimant is the successor-in-interest to Commercial Union Insurance Company and American Employers' Insurance Company (collectively, "Commercial Union")

WHEREAS, the Debtors listed Commercial Union on their Schedule G (Executory Contracts and Unexpired Leases) filed on June 8, 2001, but Commercial Union and Claimant were not provided with actual notice of the commencement of the Debtors' cases nor the Bar Date Order and were not independently aware of the Bar Date Order or the commencement of the Debtors' cases

WHEREAS, on February 14, 2005, the Claimant filed 62 identical claims against the Debtors (Claim Nos 15592-15653), which were for an unliquidated amount and based upon alleged contractual indemnity claims under one or more of the following agreements² (i) Settlement Agreement and Release, dated October 7, 1998, between W R Grace & Co and Commercial Union, (ii) Settlement Agreement and Release, dated December 17, 1996, between W R Grace & Co and Commercial Union, and (iii) Settlement Agreement, dated May 10, 1993, between W R Grace & Co and Commercial Union.

NOW, THEREFORE, for good and valuable consideration, the parties hereby stipulate and agree as follows:

1 Claim Nos 15592-15653 filed by the Claimant shall be deemed timely filed. The Debtors, however, reserve and retain all rights to object to Claim Nos 15592-15653 on any and all grounds other than timeliness upon proper notice to the Claimant and consistent with

² Each agreement defines the parties to that particular agreement. For purposes of this Stipulation, the parties are referred to as "W R Grace & Co" and "Commercial Union" for identification purposes only.

